

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD*
CHARLES T. KAPPLER
JOHN H. DOYLE*
JAMES C. MARTIN, JR.*

*ALSO ADMITTED IN NEW YORK
*ALSO ADMITTED IN MARYLAND

LAW OFFICES
ALVORD AND ALVORD

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WASHINGTON, D.C.

20006-2973

(202) 393-2266

OF COUNSEL
URBAN A. LESTER

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440367 A AND A

TELEFAX
(202) 393-2156

16929A
RECORDED & INDEXED

#15-

March 8, 1991

MAR 11 1991 - 1 45 PM

INTERSTATE COMMERCE COMMISSION

16929-A

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

1-070A04C

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are three (3) fully executed and acknowledged original copies of a Memorandum of Assignment Agreement dated as of December 31, 1990, a secondary document as defined in the Commission's Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

The enclosed document relates to the Lease of Railroad Equipment dated as of May 11, 1990 between First Security Bank of Idaho N.A., as Trustee, Lessor and Indiana Harbor Belt Railroad Company, Lessee, which was recorded on July 5, 1990 under Recordation Number 16929.

The names and addresses of the parties to the enclosed document are:

Assignor: First Security Bank of Idaho, N.A.,
as Trustee
Trust Division
P.O. Box 30007
Salt Lake City, Utah 84130

Assignee: Chrysler Rail Transportation Corporation
225 High Ridge Road
Stamford, Connecticut 06905

A description of the railroad equipment covered by the enclosed document is set forth in Annex A hereto.

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FBI - WASH DC

C. P. Koppelman
Chrysler

Mr. Sidney L. Strickland, Jr.
March 8, 1991
Page Two

Also enclosed is a check in the amount of \$15 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return two stamped copies of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed secondary document to appear in the Commission's Index:

Memorandum of Assignment Agreement dated as of December 31, 1990 between First Security Bank of Idaho, N.A., Assignor, and Chrysler Rail Transportation Corporation, Assignee, covering 55 gondola railcars bearing IHB (Indiana Harbor Belt Railroad Company) reporting marks and road numbers.

Very truly yours,


Charles T. Kappler

CTK/bg
Enclosures

Annex A

Equipment Description

Fifty Five (55) 52' 6" 100 Ton gondola railcars manufactured by Bethlehem Steel in 1980 and bearing the following registration numbers:

IHB	15001	15106
	15002	15107
	15005	15108
	15012	15112
	15015	15113
	15020	15115
	15025	15116
	15027	15119
	15035	15124
	15037	15125
	15042	15127
	15045	15129
	15048	15133
	15051	15138
	15053	15139
	15054	15141
	15057	15142
	15060	15143
	15065	15147
	15066	
	15067	
	15068	
	15070	
	15075	
	15076	
	15077	
	15084	
	15085	
	15086	
	15087	
	15095	
	15097	
	15098	
	15102	
	15103	
	15105	

Interstate Commerce Commission
Washington, D.C. 20423

3/11/91

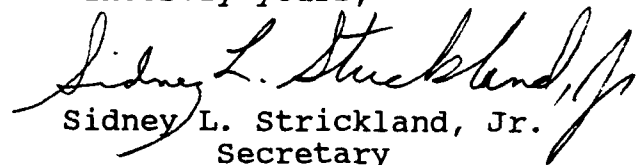
OFFICE OF THE SECRETARY

Charles T. Kappler
Alvord & Alvord
918 16th St. N.W.,
Washington, D.C. 20006

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 3/11/91 at 1:45pm, and assigned recordation number(s). 16929-A

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

16929 A
RECEIVED IN _____

MAR 11 1991 -1 45 PM

INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF ASSIGNMENT AGREEMENT

BETWEEN

**FIRST SECURITY BANK OF IDAHO, N.A. NOT IN ITS INDIVIDUAL CAPACITY
BUT SOLELY AS TRUSTEE ("Assignor")**

AND

CHRYSLER RAIL TRANSPORTATION CORPORATION ("ASSIGNEE")

Memorandum of Assignment Agreement made and entered into as of December 31, 1990 by and between First Security Bank of Idaho, N.A. not in its individual capacity but solely as trustee ("Assignor") and Chrysler Rail Transportation Corporation, a Delaware Corporation, ("Assignee").

This Memorandum of Assignment Agreement is intended to evidence the Assignment Agreement of December 31, 1990, assigning all Assignors title and interest in the Lease of Railroad Equipment, dated as of May 11, 1990 (the "Lease") between Assignor and Indiana Harbor Belt Railroad Company, an Indiana Corporation (the "Lessee"), to Assignee.

This Memorandum is filed for the purpose of satisfying the requirements of recordation with the Interstate Commerce Commission under Section 49 of U.S.C. 11303 and is intended to amend the Memorandum of Lease of Railroad Equipment recorded on July 5, 1990 under recordation number 16929 between the Assignor and the Lessee. The Assignee is the owner of the gondolas, more fully described in Annex A hereto (the "Units").

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective corporate officers as of the date and year first above written.

First Security Bank of Idaho N.A.
not in its individual capacity but
solely as trustee

By: Nancy M. DeN

CHRYSLER RAIL TRANSPORTATION CORP.

By: Philip A. Pabree

STATE OF Utah
COUNTY OF Salt Lake

On this 21 day of February, 1991, before me personally appeared Nancy M. Dahl, to me personally known, who being by me duly sworn, says that she is the Trust Officer of First Security Bank of Idaho, that the foregoing instrument was signed on behalf of said corporation, and she acknowledged that the execution of the said instrument was her free act and deed.

Edith W. Ogilvie
NOTARY PUBLIC

My commission expires:

STATE OF CONNECTICUT
COUNT OF

On this 27th day of February, 1991, before me personally appeared Philip A. Dabice, to me personally known who being by me duly sworn, says that he is the Senior Transaction Manager of CHRYSLER RAIL TRANSPORTATION CORPORATION that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Nancy P. Stewart
NOTARY PUBLIC

My commission expires:

NANCY P. STEWART
NOTARY PUBLIC
My Commission Expires March 31, 1991

Annex A

Equipment Description

Fifty Five (55) 52' 6" 100 Ton gondola railcars manufactured by Bethlehem Steel in 1980 and bearing the following registration numbers:

IHB	15001	15106
	15002	15107
	15005	15108
	15012	15112
	15015	15113
	15020	15115
	15025	15116
	15027	15119
	15035	15124
	15037	15125
	15042	15127
	15045	15129
	15048	15133
	15051	15138
	15053	15139
	15054	15141
	15057	15142
	15060	15143
	15065	15147
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